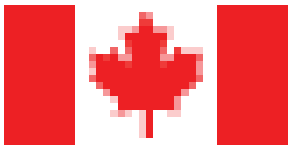
APPENDIX ‘D’

CP RAIL

CANADIAN PACIFIC

MINIMUM SAFETY REQUIREMENTS FOR CONTRACTORS WORKING ON CP PROPERTY IN CANADA



Effective September 15, 2010

No job on our Railway will ever be so important that we can't take the time to do it safely.

Work Smart, Stay Safe

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Introduction

At Canadian Pacific, safety is an integral part of the way we do business. We expect everyone working on Canadian Pacific's property to be unconditionally committed to safety. Safety must be given top priority and will take precedence over deadlines, production schedules, and all other considerations.

Application

Application

These Minimum Safety Requirements apply to all Contractors and other persons performing Work or otherwise providing services to Canadian Pacific on CP Property in Canada.

These Minimum Safety Requirements cannot be waived or altered, in whole or in part, without a prior risk assessment specific to the Work being conducted and written consent has been provided by Manager In Charge.

Notwithstanding the foregoing, these Minimum Safety Requirements do not apply to other federally certified railway companies, and provincial railway companies who come under federal jurisdiction through various agreements with Transport Canada, and who only operate trains on CP Property under various trackage or interchange agreements. However, these companies may be subject to CP's Minimum Requirements For Third Party Railway Operators on CP Property.

Further notwithstanding the foregoing, these Minimum Safety Requirements may not apply to Work or services provided in CP Property in Canada that are Office Premises, in which case, CP's Minimum Safety Requirements For Contractors Working In CP's Office Premises may apply.

Definitions and Interpretation

Definitions

In these Minimum Safety Requirements, the following capitalized terms shall have the ascribed meaning below:

(a) "**Applicable Legislation**" means all applicable legislation, regulations, by-laws, codes, rules, standards, policies, procedures, promulgated by any federal, provincial, and municipal governmental body, including those of its agencies, having authority over CP and, or Contractor in relation to the Work in the matter of health and safety of the person, property and, or the environment;

(b) "**Canadian Pacific**" or "**CP**" means Canadian Pacific Railway Company, and its subsidiaries and affiliates, and includes each of their respective directors, officers, employees, agent, and representatives;

(c) "**CP Personnel**" means CP's employees, agents, and representatives;

(d) "**CP Property**" means any building, facility, yard, track, right of way or other property owned or controlled by CP;

(e) "**Contractor**" means the company or person, and their respective employees and authorized agents, representative and subcontractors who are providing goods or services to CP;

(f) "**Contractor Personnel**" means the Contractor's employees, and authorized agents, representative and subcontractors;

(g) "**Co-mingled Work**" means Work where Contractor Personnel works directly with or in proximity (time or space) to CP Personnel;

(h) "**Foul of Track**" means being in proximity to a track such that the individual or equipment could be struck by a moving train or track unit, or in any case within 4 feet (1.2 meters) of the outside of the nearest rail;

(i) "**Hazardous Materials**" means any substance, which is hazardous to persons or property and includes, without limiting the generality of the foregoing:

(i) radioactive, explosive, poisonous, or toxic substances;

(ii) any substance that if added to any water, would degrade or alter the quality of the water to the extent that it is detrimental to its use by man or by any animal, or plant;

(iii) any solid, liquid, gas or odour or combination of any of them that, if emitted into the air, would create or contribute to the creation of a condition of the air that endangers the health, safety, or welfare of persons, or the health of animal life, or causes damage to plant life or to property; and

(iv) substances declared to be hazardous, toxic or dangerous under any law or regulation now or hereafter enacted by any governmental authority having jurisdiction.

(j) "**Manager in Charge**" means a CP manager as designated or otherwise identified by CP as being responsible for overseeing the Work to be performed, such Manager in Charge may include, but is not limited to Local CP Management, Regional Superintendents, Division Engineers, and Project Managers.

(k) "**Mobile Equipment**" means any motorized and self-propelled equipment, excluding Railway Equipment and highway vehicles, but including, for example, forklifts, tractors, cranes, ATVs, mules, motorized scissor lifts, and similar equipment that are not designed to operate or move on railway tracks;

(l) "**Office Premises**" means any building, facility, or portion thereof, or other premises, whether owned or controlled by CP, which is used solely for clerical or administrative purposes and which does not contain heavy equipment or machinery, as designated by CP from time to time;

(m) "**Railway Equipment**" means trains, locomotives, railcars, track units, hi-rail vehicles and any other equipment designed to operate or move on railway tracks;

(n) "**Safety Management Plan**" means a documented plan which set out how Work is to be conducted in a safe manner, as required by Applicable Legislation and may also be referred to as Occupational Health and Safety Program, or Safety Management System;

(o) "**Work**" means the provision of products and services and related activities;

(p) "**Work Site**" means any CP Property where CP Personnel or Contractor Personnel are present, or permitted to be present, while engaged in any Work, including any Railway Equipment, Mobile Equipment and highway vehicles operated by or used to convey a person engaged in such Work.

Interpretation & Application

Where legislation is referred to in these Minimum Safety Requirements, it shall include all amendments and replacements thereto as promulgated from time to time.

Where standards, such as those of the Canadian Standards Association, are referred to in these Minimum Safety Requirements, they shall include all amendments and replacements thereof from time to time.

Where there is any ambiguity, inconsistencies, or omissions between or among any agreements with CP, expressed or implied; any Applicable Legislations; any applicable CP policies and practices; and any applicable industrial standards and practices, Contractor and Contractor Personnel shall adhere to that which is most stringent and current.

Contractor Compliance & Responsibilities

General Compliance

Contractor shall be fully and solely responsible for ensuring the safety and health of Contractor Personnel and for ensuring that its Work and other activities do not compromise the health and safety of CP Personnel or any other party, the protection of the environment, the protection of CP's property and those of any other party, and do not interfere with the safety of CP's railway operations.

Contractor shall comply with and shall ensure all of Contractor Personnel are trained and qualified to safely perform the Work and that they comply with all Applicable Legislation pertaining to the protection against fire, safety, health, and environmental hazards, and with any licence, permits, authorizations issued by the respective authority.

Contractor shall comply with and shall ensure all of Contractor Personnel comply with all terms and conditions of all agreements, expressed or implied, between Contractor and CP, and all applicable CP policies and practices.

Contractor shall provide Contractor Personnel, at its own expense, any and all safety equipment required to protect against injuries during the performance of the Work and shall ensure that Contractor Personnel are knowledgeable of and utilize safe practices in performing the Work.

The Contractor shall have a copy of the following documents at the Work Site at all times, and shall produce them as and when requested by CP:

(q) These Minimum Safety Requirements for Contractors Working on CP Property;

(r) Licenses, Certifications, permits, training records or other documents required by Applicable Legislation or these Minimum Safety Requirements;

(s) Contractor's Safety Management Plan;

(t) Contractor's Emergency Information Sheet (see Attachment A); and

(u) Any additional documents required by Contract or by agreement with Manager In Charge.

Compliance Assurance

CP reserves the right to observe, inspect, test and audit Contractor and Contractor Personnel for compliance with all requirements herein, and to demand and receive all relevant records, documentation, and materials evidencing compliance, at any time, and from time to time.

Failure of the Contractor or Contractor Personnel to comply with any applicable provisions herein may be considered a material breach, and in addition to all other remedies available, CP may without prejudice:

(v) take over control of that Work or activity;

(w) order the Work to stop; and/or

(x) order Contractor Personnel to leave CP Property.

Upon the earlier of the completion of the Work, the expiration of the applicable agreement, or the request of a Manager In Charge, Contractor and Contractor Personnel shall return all identification, badges, access cards, and decals, issued or provided by CP to the Manager In Charge.

Safety Management Plans

General Requirements

Prior to starting any Work on CP Property, the Contractor must have a written Safety Management Plan that identifies:

(y) all Applicable Legislation, rules, policies and work practices in relation to the Work being performed;

(z) specific hazards that are associated with the Work being performed for CP, for example:

(i) Construction, maintenance or inspections of buildings;

(ii) Working on or adjacent to railway tracks;

(iii) Maintenance or inspection or railway tracks, crossings or signal systems;

(iv) Operating Railway Equipment on CP tracks; or

(v) Co-mingled Work with CP Personnel; and

(aa) methods of verifying compliance.

The Contractor will provide Manager In Charge with a copy of this Safety Management Plan on reasonable request.

Safety Training

Minimum Training & Qualifications

At its sole cost and expense, Contractor shall ensure that all Contractor Personnel be fully trained and qualified for the Work they will be performing. Contractors and Contractor Personnel shall meet, or exceed, all Applicable Legislation requirements relating to training and qualification.

Additionally, Contractor Personnel training and qualification shall meet or exceed all applicable industry standards.

Proof of Training & Qualification

Contractor Personnel shall at all times have proof of such training and qualifications and shall produce them as and when requested by the Manager In Charge.

CP reserves the right to inspect qualification certificates, licenses, training records and/or Work-history records for any Contractor Personnel, and, or to be provided with copies thereof, on reasonable request.

Safety Orientation

General Requirements

Prior to beginning Work, all Contractor Personnel shall participate in CP authorized safety orientation, including on-site orientation presented by the Manager In Charge or designate.

Any time the scope of Work, location, condition or supervision changes, Contractor Personnel may be required to attend additional safety orientation sessions.

In recognition of the successful completion of such safety orientation CP will provide Contractor Personnel with an identification card, or other form of proof of completion as determined by CP from time to time. This identification authorizes the Contractor Personnel access to CP Property for the purposes of conducting Work. The identification card or other form of proof issued by CP shall be worn or be made visible at all times, or produced upon request and cannot be transferred under any circumstances.

Safety Job Briefing

Contractor Personnel shall attend all Job Briefings as and when conducted. Contractor Personnel shall be solely and fully responsible for understanding the content of the Job Briefing, and at a minimum shall:

(bb) have an understanding of the scope of Work to be performed and an appreciation of the nature of the location, environment, and conditions where such Work is to be performed;

(cc) be aware of specific or unusual hazardous condition, existing or potential and the control measures required to protect against, control, mitigate, or where possible, avoid said hazard; and

(dd) have an emergency response plan/evacuation procedures.

Where Co-Mingled Work is being performed, job briefings must include both CP Personnel and Contractor Personnel, and any other third parties. The job briefing shall identify nature and extent of the interaction between the Work being performed by Contractor Personnel, and those performed by CP Personnel or other third parties. Contractor Personnel shall inform CP Personnel, and any other third parties of known or potential unsafe conditions and hazards that may be created by, resulting from, or inherent in their Work and the corresponding preventative, mitigation, and/or control measures at all job briefings prior to commencing Work, or as soon as Contractor Personnel becomes aware of such conditions.

In all situations, all Contractor Personnel are expected to:

(ee) continually identify hazards and assess risk of hazards and to continually and clearly communicate all hazards to the Manager In Charge and to all other parties that may be affected at job briefings, and at any other time as and when appropriate or necessary;

(ff) take actions that are within their assigned responsibility to eliminate or control hazards and risks; and

(gg) immediately notify their supervisor or the Manager In Charge of hazards that pose unacceptable risk that they are unable to eliminate or control.

Where Contractor Personnel are unable to eliminate or control a hazard, Contractor Personnel shall take interim measures to protect people, property, equipment and the environment until the hazard can be properly assessed and appropriate corrective actions taken.

Applicable Legislation

General Requirements

Contractor and Contractor Personnel shall be solely responsible for identifying and complying with all Applicable Legislation. CP is governed by federal legislations and therefore, Contractors and Contractor Personnel providing Work to CP are likewise required to comply with all Applicable Legislations. At a minimum, Contractor and Contractor Personnel shall comply with the federal legislations set out below which list is intended solely for general guidance, and not as a comprehensive list of all Applicable Legislation.

Additionally, the Railway Association of Canada (RAC) is an industry association which can provide support and guidance on matters related to railway safety and the transportation of dangerous goods.

Transportation of Dangerous Goods

When Work involves the handling or transportation of dangerous goods, that Work must comply with the federal *Transportation of Dangerous Goods Act*, (TDG). Contractor shall be solely responsible for ensuring that all Contractor Personnel who handles, offers for transport and/or transports dangerous goods by any transportation mode be trained and holds a valid training certificate or is working under the direct supervision of someone who is trained and holds a valid training certificate. The training must be based on the Work that the person is expected to perform and the DG that the person is expected to handle, offer for transport or transport.

Canada Labour Code

Where Work is being performed that may create a risk to the health and safety of CP Personnel, Contractor Personnel must comply with Part II of the *Canada Labour Code*.

Additionally, Contractor and Contractor Personnel shall comply with all applicable provisions of the Occupational Health and Safety Regulations (COHS) which are intended to prevent accidents and injuries to employees working for federally regulated companies. Compliance with these regulations may extend to Contractors, depending on the type of Work being done and their proximity to CP Personnel (i.e. Co-mingled Work). Alternatively, provincial occupational health & safety regulations will govern Contractors.

Railway Safety Act

The *Railway Safety Act* (RSA) governs all federally certified railways in Canada and some provincial railways through various agreements with Transport Canada. The RSA addresses all matters relating to the construction, alteration, operation, inspection and maintenance of railway works and railway equipment, and contains training and qualification requirements for certain types of Work. When applicable, Contractor and Contractor Personnel shall perform Work in accordance with the RSA, as if directly bound by it.

Environmental Protection Act

Where Work is being performed that may impact the environment, that Work must comply with all applicable federal and provincial environmental acts and regulations. Some examples of applicable legislations includes the Canadian Environmental Protection Act; Fisheries Act, Navigable Waters Protection Act; Species at Risk Act; Migratory Birds Convention Act; and all corresponding Regulations. Provincial requirements are normally set out in a general Environmental Protection Act which is complemented by numerous regulations addressing more specific areas of concern.

Security

Access to CP Property

All Contractor Personnel must have the following identification in their possession at all times while on CP Property, and present them for review to any Manager In Charge, other CP managers and employees, Police Officer, security guard, or regulatory officer upon request:

(hh) photo identification (e.g. driver's license);

(ii) proof of employment document or card;

(jj) identification card, or other proof of safety orientation issued by CP;

(kk) access pass, issued and signed by a CP manager, where Work requires Contractor Personnel to ride in any locomotive or other non-passenger rolling stock;

(ll) security identification card, where required by CP; and

(mm) building access pass, where required by CP or by a third party having control of the premises.

Contractor shall conduct such background check as is necessary to ensure that Contractor Personnel do not pose a security risk to CP, such security risk includes the risk of the commission of terrorist activities, sabotage, vandalism, theft, and violence. CP reserves the right, at all times, to require that Contractor undertake certain security training and/or perform background checks of Contractor Personnel, prior to allowing such Contractor Personnel to enter onto CP Property.

Security Awareness

Each Contractor shall have a security awareness program that educates Contractor Personnel to:

(nn) understand the railway security challenges, rules and procedures;

(oo) monitor and report any suspicious persons, activities or objects; and

(pp) stay alert to the environment.

On request CP can make available a copy of CP's Railway Security Awareness program for use by Contractor Personnel.

Firearms & Explosives

Firearms (loaded or empty) are not permitted on CP Property, except for Police officers and other designated government officials when authorized to do so.

No explosives will be permitted on CP Property without written approval by the Manager In Charge.

Reporting

Contractor Personnel must report any security concern, security incident, criminal activity (known or suspected), suspicious happenings and/or suspicious persons on CP Property to the Manager In Charge or to CP Police Services in accordance with Section 18.

Personal Conduct

Drug and Alcohol Prohibition

Entry onto CP Property when in possession of, or under the influence of alcohol, intoxicants, narcotics, or controlled substances is strictly prohibited.

Additionally, Contractor Personnel shall be free of any condition which may in any way adversely affect alertness, concentration, responsiveness, or the ability react calmly and responsibly to safety hazards.

CP reserves the right to request drug tests for Contractor Personnel as and where permitted by law.

Inappropriate Behavior

CP is committed to maintaining a Work environment that supports the dignity of all individuals. No person working at CP may be subjected to any form of discrimination or harassment, including sexual harassment.

Acts or threats of violence are unacceptable at all times on CP Property. Uttering of threats or committing acts of violence will result in the removal of the responsible Contractor Personnel from CP Property, termination of the Contract, and/or criminal charges.

Horseplay, practical jokes, fighting or any other activity that may create a safety hazard will not be tolerated.

Electronic Entertainment and Communication Devices

The use of personal entertainment devices, including portable audio and video devices such as compact DVD, CD, and game players, I-pods & MP3 players, is prohibited:

(qq) while Working on CP Property;

(rr) while transporting CP Personnel, whether on and off CP Property; and

(ss) while operating any CP highway vehicles, Railway Equipment or Mobile Equipment, whether on and off CP Property.

The use electronic communication devices, including radio, cell phones, Blackberries, walkie-talkies, PDAs, GPS navigation units, Palm Pilots, portable computers and similar devices, is prohibited:

(tt) while operating a highway vehicle, unless it is stopped and parked in a safe location;

(uu) while operating or assisting in the operation of any Railway Equipment or Mobile Equipment;

(vv) while operating power tools, equipment or machinery;

(ww) when Foul of Track for any reason; or

(xx) whenever use of such a device creates an unsafe condition.

Notwithstanding the foregoing, radios, walkie-talkies, GPS units, and other communication devices authorized by CP Manager in Charge may be used solely for the conduct of business where not prohibited by municipal or provincial legislation, and any electronic communication device may be used when it is necessary to communicate an emergency condition.

Smoking

Smoking is prohibited on all CP Property, and in or on all highway vehicles, Railway Equipment, and Mobile Equipment, except for CP designated outdoor smoking areas.

Personal Protection

Work Clothing

The Contractor must ensure that Contractor Personnel wear clothing that meets Applicable Legislation and is suitable to perform the Work safely.

Personal Protective Equipment (PPE)

The Contractor shall ensure that Contractor Personnel wear personal protective equipment required by Applicable Legislation, regulations, codes and industry standards as necessary to protect against personal injuries while on Railway property. All personal protective equipment shall be approved by the Canadian Standards Associations (CSA) or by the American National Standards Institute (ANSI), and shall be in good condition and be properly fitted.

The following mandatory personal protective equipment ("PPE") shall be supplied by the Contractor at its own expense, and shall be worn at all times by Contractor Personnel while on CP Property:

(yy) safety hard hat, meeting CSA standard Z94.1;

(zz) safety boots with protective toe caps and soles, meeting CSA standard, Z195 (Green Triangle - Grade 1);

(aaa) safety glasses with permanently attached side shields, meeting CSA standard Z94.3;

(bbb) high visibility fluorescent outerwear with retro reflective striping (meeting CSA standard Z96 preferred), with such high visibility fluorescent outwear not covered by other clothing or equipment, except where necessary for safety reasons such as where fall protection or pole climbing equipment is being used; and

(ccc) any other PPE as required by Applicable Legislation, CSA standard, or otherwise required to protect Contractor Personnel from injuries.

In addition to the foregoing minimum requirements, the following table contains further recommendations in relation to specific types of PPE:

• Type of Protection	• Additional Recommendations
• Hard Hats	• Have hi-visibility characteristics which are not obscure by markings or decals
• Safety Eyewear	• Tinted safety eyewear must meet Canadian Military Spec. J if operating Railway Equipment • Transition lenses are discouraged and should be worn with caution when working in changing light conditions • Personal sunglasses are discouraged and must not be worn when operating Railway Equipment
• Safety Footwear	• Have defined heels • Be laced and tied securely for ankle support
• High-Visibility Apparel	• Lime-green is recommended when working on, or near tracks, or when performing Co-mingled Work

Contractor and Contractor Personnel shall be solely and fully responsible for assessing the risks related to the Work and determining whether additional PPE may be required such as:

(ddd) Nomex or Proban fire-retardant protective gear when performing certain TDG Work and or handling certain Hazardous Materials or performing specialized Work.

(eee) hearing protection when working in any area where noise exposure levels:

(i) are consistently greater than 84 dBA (Lex, 8);

(ii) exceed 115 dBA at any time; and

(iii) any other Work areas where posted, or so notified by CP management.

(fff) respiratory protection where Contractor Personnel may be exposed to occupational dusts/particulates, fumes, mists, gases and vapors, in which case, in which case Contractors must have a written Respiratory Protection Program that meets or exceeds Applicable Legislation;

(ggg) additional eye and face protection meeting CSA standard Z94.3 (i.e. face shields, impact/splash goggles, welding/cutting goggles and welding helmets); and

(hhh) fall protection systems and equipment meeting appropriate CSA standards as required by Applicable Legislation and appropriate for the related fall hazards.

Railway Track Protection

Contractor's Responsibilities for the Protection of Railway Traffic and Property

Where the Work Site is in close proximity to, or is located on, above, or below railway tracks, special attention, care and precautions shall be taken to ensure the safety of all Contractor Personnel, CP Personnel, all other third parties and to protect CP's property and railway operations.

Contractor shall ensure that Contractor Personnel is made aware of all unique and inherent hazards in working near, on, above or below railway tracks and shall ensure that all Contractor Personnel are fully trained and equipped to work safely.

Contractor Personnel shall at all times remain alert to the movement of trains, rolling stock and other Railway Equipment.

Contractor Personnel shall be especially alert in yards and terminal areas as

(iii) Railway Equipment that appears to be stationary may be moving;

(jjj) the rate of movement of Railway Equipment may be faster than it appears;

(kkk) Railway Equipment change tracks often; and

(lll) movements may be occurring simultaneously on adjacent tracks

50 Feet Clearance Requirement

All Work shall be performed as far away from railway tracks as possible.

Unless authorized by CP, Contractor Personnel, equipment, and vehicles are not permitted to be within 50 feet of the closest track centerline.

In the event Work must be carried out within 50 of the closet track centerline, written authorization must is obtained from the Manager in Charge, and Contractor Personnel must still remain at the maximum practicable distance from all railway tracks at all times.

When crossing tracks, Contractor Personnel shall ensure a minimum of 50 feet (approximately 15 metres) separation between standing Railway Equipment, stay at least 15 feet away from the end of the

nearest equipment, and look both ways before crossing tracks, and if clear, walk at a right angle to the tracks.

Flagging Protection

When the Work requires Contractor Personnel to be within 50 feet (approximately 15 metres) of any railway tracks, Contractor or Contractor Personnel shall notify and obtain the written approval of the Manager In Charge in advance of the intended start date, and when approved, shall only perform Work strictly in accordance with all terms and conditions of that approval.

Unless otherwise indicated by the Manager In Charge, proper protection against the movement of trains, rolling stock and other Railway Equipment shall be deemed required at all times whenever Work or Contractor Personnel must be within 50 feet (approximately 15 metres) of the closet track centerline. Protection may be provided only by a qualified CP employee through use of a flag person, Canadian Railway Operating Rules (CROR) Track Occupancy Protection (TOP), mechanical blue flag protection or other protection methods designated by the Manager In Charge.

Where CP determines that flagging is required, then Work must be strictly conducted under the direction of a CP flag person or such other person designated by the Manager In Charge.

Contractor Personnel shall ensure that there is clear communication at all times between Contractor Personnel and any CP flag person. Contractor Personnel shall ensure that they are aware of:

(mmm) flagging distance limits;

(nnn) time limits; and

(ooo) any adjacent tracks where movement of Railway Equipment may still occur.

Contractor Personnel shall not assume that a train movement is being stopped or cleared unless clear communication is received directly from the CP flag person.

A job briefing between the CP flag person and all Contractor Personnel must occur before beginning any Work on or Foul of Track.

Blue flag protection is used to indicate that CP or Contractor Personnel are working on, under or between Railway Equipment and movement of trains or other Railway Equipment is prohibited. Blue flags must not be tampered with or obstructed. Blue flags can only be removed by the person or group of persons who originally applied it. Application, use, and removal of blue flags, when appropriate, may only be done under the authorization and guidance of the Manager in Charge.

Red flag protection is used to indicate that CP or Contractor Personnel are working on or Foul of Track, or the track is out of service and movement of trains or other Railway Equipment is prohibited. Red flags must not be tampered with or obstructed. Application, use, and removal of red flags, when appropriate, may only be done under the authorization and guidance of the Manager in Charge.

Working on or near Tracks

When authorized to perform Work Foul of Track or otherwise be near railway tracks, Contractor Personnel shall ensure at Contractor Personnel, equipment, and vehicles are kept as far away from railway tracks as practicable, and shall at all times:

(ppp) be alert to train movements and shall expect the movement of trains, engines, cars, or other mobile Railway Equipment at any time, on any track, and in any direction, even if they appear to be stationary or in storage;

(qqq) not rely on others to protect them from train movement;

(rrr) stay at least 15 feet (approximately 5 metres) away from the ends of Railway Equipment when crossing the track;

(sss) ensure a minimum of 50 feet (approximately 15 metres) separation prior to crossing between Railway Equipment;

(ttt) look both ways before crossing tracks, and if clear, walk at a right angle to them.

(uuu) never climb on, under or between Railway Equipment;

(vvv) be aware of the location of structures or obstructions where track clearances are close;

(www) not stand on the track in front of an approaching engine, car or other equipment;

(xxx) when possible, stand at least 20 feet back from the track(s) when there is a passing movement of trains, engines, cars, or other mobile Railway Equipment, to prevent injury from flying debris or loose rigging and shall observe the train as it passes and be prepared to take evasive action in the event of an emergency;

(yyy) not stand on or between adjacent tracks in multiple track territory when a train is passing;

(zzz) not walk, stand or sit on the rails, between rails or on the end of ties, unless absolutely necessary. As the rail surface can be extremely slippery, personnel must step over the rails when crossing tracks. Personnel shall also be aware railway ties can also be slippery and that railway ballast can shift while walking on top of it. Situational awareness and use of proper footwear is important;

(aaaa) not remain in a vehicle that is within 50 feet of a passing train unless specifically authorized, or where this is not possible, park the vehicle as far away from the tracks as possible and walk to as safe a distance whenever trains pass.

(bbbb) keep away from track switches as remotely operated switch points can move unexpectedly with enough force to crush ballast rock. Personnel shall stay away from any other railway devices they are unsure of. Personnel shall not disturb or foul the ballast at any time.

Equipment on or near tracks

Contractor Personnel shall not be Foul of Track with any piece of equipment without a CP flag person or other authorized track protection;

Contractor Personnel shall not move equipment across the tracks except at established road crossings, or unless under the protection and authorization of a CP flagperson and only if the Work Site has been properly prepared for such a move. Tracked equipment will require a CP flagperson any time railroad tracks are crossed.

Contractor Personnel shall not move equipment across railroad bridges or through tunnels, except as expressly authorized and only under such conditions as stipulated by the Manager in Charge.

Contractor Personnel shall move equipment away from the tracks at least 50 feet, or where not possible, park the equipment as far away from the tracks as possible, and walk to a safe a distance whenever trains pass.

Buckets, shovels, and loads on cranes must be lowered to the ground to rest, and cranes without a load must have their load line tightened or retracted to prevent movement, whenever there are passing trains.

Railway Signs, Signals, Flags and other Communication Infrastructure

Signs, signals and flags shall not be obstructed, removed, relocated, disabled or altered in any way without proper authorization and qualification.

Only qualified Contractor Personnel who are authorized by CP are permitted to operate switches, derails, electric track mechanisms, signal and communication systems or other track control appliances.

Railway pole lines carry electric power and should be treated as any other power lines.

Excavation

Before starting excavation operations, the Contractor shall ascertain that there are no underground wires, fiber optic cables, pipelines or other utilities which could be damaged or, if present, that such installations are properly protected. Fiber optic cables are present on most segments of the right-of-way. Prior to commencing any excavation, the Contractor shall contact the proper authority to obtain the necessary permit and to locate and protect such cables or other underground utilities.

Excavations shall not be left unattended unless they are properly protected; and the Manager In Charge shall be notified.

Workplace Hazardous Materials Information System (WHMIS)

General Requirements

If at any time Contractor's Work involves the use, handling, storage, or disposal of Hazardous Materials ("Handling of Hazardous Materials"), Contractor Personnel must inform the Manager in Charge.

Contractors shall ensure that all Contractor Personnel are fully trained in the Handling of Hazardous Materials and that Contractor and Contractor Personnel are in full compliance with all Applicable Legislation, and as directed by the Manager In Charge.

Contractor Personnel shall have appropriate processes, systems and controls in place to prevent or otherwise mitigate potential environmental, health and safety risks associated with the Handling of Hazardous Materials.

Access to MSDS Documents

Prior to beginning any Work that may expose CP Personnel to Hazardous Materials, Contractor or Contractor Personnel shall:

(cccc) provide a copy of the respective Material Safety Data Sheet (MSDS) to the Manager In Charge; and

(dddd) keep a copy of the MSDS at the Work Site and shall such that it is readily available at all times.

Hazardous Material Incident or Spill

In the event of a hazardous material incident or spill, the Contractor must:

(eeee) ensure that no Contractor or CP Personnel have or will be exposed;

(ffff) take all reasonable actions to contain the spill;

(gggg) respond in accordance with its emergency response plan; and

(hhhh) notify CP immediately in accordance with Section 18.

Operation of Highway Vehicles

Highway Vehicles

The following requirements apply to all highway vehicles, whether operated on CP Property; or used to transport CP Personnel.

Regulations and Inspection

Before using a highway vehicle, Contractor Personnel shall:

(iiii) complete a pre-trip inspection;

(jjjj) maintain an inspection log;

(kkkk) ensure periodic inspections are completed at official testing locations;

(llll) ensure the vehicle is maintained and in safe operating conditions at all times; and

(mmmm) ensure the vehicle is in compliance with applicable motor vehicle regulations and license requirements.

Vehicle maintenance, inspection records and logs must be made available to the Manager In Charge on request.

Vehicle Operator Requirements

Operation of highway vehicles is restricted to those Contractor Personnel who are licensed, qualified and authorized to do so. Such Contractor Personnel shall be responsible for the safety of all passengers at all time. For greater certainty, such Contractor Personnel shall:

(nnnn) hold a valid license for the class of vehicle being operated, in accordance with local provincial requirements, and

(oooo) strictly comply with all posted traffic signs, signals, and all shall obey all Applicable Legislations; and

(pppp) maintain the required driver log, and make the log available to the Manager In Charge on request, and

(qqqq) comply with the requirements on the use of electronic devices as set out in Section 11.

Driving on CP Property

In addition to the requirements set out above, while on CP Property, Contractor Personnel shall:

(rrrr) travel only on designated roadways unless otherwise instructed;

(ssss) keep daytime running lights on (if so equipped);

(tttt) not exceed 25 km/h (15 mph) unless otherwise posted;

(uuuu) come to a full stop at all blind corners, rail and roadway crossings;

(vvvv) yield the right of way to all Mobile Equipment and other non-highway equipment or service vehicles;

(wwww) not operate vehicles (or any internal combustion equipment) inside buildings or enclosed structures unless adequate ventilation is provided;

(xxxx) not park Foul of Track unless on-track protection is provided;

(yyyy) not leave vehicles running unnecessarily;

(zzzz) park only in pre-determined or designated areas;

(aaaaa) always use the parking brake (or wheel chocks) when leaving an unoccupied vehicle running; and

(bbbbb) where safe and practicable, back vehicles into marked parking spaces to avoid reverse collisions when exiting.

All Contractor Personnel who will be operating a highway vehicle or Mobile Equipment in any CP intermodal facilities must complete a Driver Safety Orientation program prior to first entry, and from time to time thereafter as directed by the Manager In Charge.

Seat Belts

Seat belts must always be worn while operating or riding in any equipped vehicle unless Contractor Personnel is actively engaged in inspections requiring said Contractor Personnel to be free of such restraint, and then only when the vehicle is operating at less than 25 km/h (15 mph).

Loads

Contractor Personnel shall ensure vehicles are loaded according to weight and dimensional requirements as authorized by provincial regulations and permits, and properly load and secure tools, material, equipment and freight to avoid shifting, falling, leaking or otherwise escaping from vehicles during operation.

Riding in CP Vehicles

Contractor Personnel are prohibited from operating or riding in any CP vehicles unless authorized to do so, or in case of emergency.

Tools, Equipment and Machinery

General Safety Requirements Respecting All Tools, Equipment and Machinery

Contractor Personnel shall ensure that all tools, equipment, and machinery used be:

(ccccc) in compliance with all Applicable Legislations

(ddddd) in good working order, properly serviced and maintained;

(eeeee) safe for their proposed use and used only for purposes specified by the manufacturer;

(fffff) if mobile, equipped with appropriate safety devices (e.g. lights, horns, back-up alarms, safety beacons), and prevented from moving through use of the hand brake, wheel blocking, wheel chocking and/or a derail where applicable.

Use of CP tools by Contractor Personnel is prohibited unless specifically authorized by local CP management.

Lockout – Hazardous Energy Control

Contractor Personnel shall employ such hazardous energy lockout procedure as required to eliminate the accidental or unexpected start-up, energizing, or release of stored (residual) energy during maintenance, repair and/or servicing activities.

All tools, equipment and machinery must be made safe and isolated from all energy sources rendering the machine, equipment, or process inoperative prior to performing maintenance, repair or servicing related tasks.

No Contractor Personnel can remove any CP applied lock or tag, including bad-order tag.

Notwithstanding the foregoing, if Contractor's Work may create an energy hazard to any CP Personnel, then all affected parties must follow the requirements set forth in CP's Lockout – Hazardous Energy Control Policy and Code of Practice.

If CP Personnel and Contractors are jointly performing maintenance, repair or servicing activities on the same machine, equipment or using the same energy source, then they must apply a multi-lock hasp and individual locks and tags (as per CP's Lockout – Hazardous Energy Control Policy and Code of Practice).

Electrical Safety Requirements

In addition to the hazardous energy control lockout requirements above, all electrical Work must comply with Applicable Legislation, CSA and National Fire Protection Association (NFPA) requirements.

Contractor Personnel Working on electrical systems must:

(ggggg) if in proximity to CP Personnel, inform them of:

- (i) existing or potential electrical hazards;
- (ii) any specific additional personal protective equipment that may be required;
- (iii) applicable safe Work practices;
- (iv) applicable emergency and evacuation procedures; and
- (v) apply lock out procedures as per section above on Lockout – Hazardous Energy.

(hhhhh) have practices, procedures and training that comply with:

- (i) Applicable sections of CSA-Z462 Workplace Electrical Safety Standards;
- (ii) Canadian Electrical Code Parts 1 and 2; and
- (iii) Any other Applicable Legislation; and

(iiiii) not operate or allow cranes or other mobile equipment to approach closer to any live electrical power line than is permitted by CSA Z150 Standards for mobile cranes.

Lifting Devices

All lifting devices, including but not limited to jacks, cranes, cables, slings and hooks shall:

(jjjjj) meet Applicable Legislation governing design, inspection, maintenance and operation;

(kkkkk) be safety certified and labeled or tagged with load capacity limits where required;

(lllll) have sufficient capacity for the planned lift;

(mmmmm) have sufficient footing or support area to properly distribute the load during a lift.

Welding and Torch Cutting

When welding or torch cutting, Contractor Personnel shall:

(nnnnn) be properly trained and qualified;

(ooooo) ensure that all closed containers have been properly purged;

(ppppp) direct flame or sparks away from other Workers, equipment and flammable material;

(qqqqq) have a fire extinguisher readily available;

(rrrrr) keep compressed gas and oxygen cylinders stored in a secure, vertical position, with regulators removed and caps applied, labeled properly and located in vented cabinets or other designated locations.

Explosive Actuated Tools

Only Contractor Personnel who are qualified and licensed in accordance with Applicable Legislation, and authorized by CP, may use explosives or explosive actuated tools.

Unattended Equipment or Machinery

Tools, Equipment and Machinery shall not be left unattended at any time and shall not be stored on CP Property, unless expressly permitted pursuant to a written agreement with CP or by the Manager In Charge in writing, and where so permitted, Contractor shall ensure that:

(sssss) storage shall be restricted to the designated area, or as otherwise specified by CP.

(ttttt) all such tools, equipment and machinery shall be secured in a safe position well clear of all tracks to prevent accidental contact with trains and moving equipment and to not restrict train crew sightlines;

(uuuuu) as much as possible, tools, equipment and machinery shall be stored in locations out of public view.

Emergency Response

Emergency Response Plan

The Contractor must maintain a current emergency response plan and make it available to CP on request. Emergency response plans must include at a minimum:

(vvvvv) contractor reporting procedures in the event of an incident or spill;

(wwwww) emergency response contacts and phone numbers, including phone numbers for CP incident reporting and local CP managers (See Attachment A); and

(xxxxx) containment measures to be taken in the event of an incident or spill.

Initial Response

Initial response to any emergency condition must follow the following sequence:

(yyyyy) protect the safety and security of all individuals and communities

(zzzzz) provide environmental protection and mitigation

(aaaaaa) conduct incident investigation & evidence preservation

(bbbbbb) restore railway operations

First Aid

Contractor Personnel must have sufficient First Aid qualified personnel and the required First Aid kit and any other required First Aid equipment at the Work Site, suitable for the crew size, nature of Work being performed and location, all of which shall, at a minimum, comply with Part II of the Canada Labour Code.

Fire Protection

The Contractor must have appropriate fire extinguishers, suitable in type, size and quantity having regards to the nature of Work and Applicable Legislation, readily available at all times on:

(cccccc) the Work Site; and

(dddddd) all Contractor equipment, machinery and highway vehicles.

Contractor Personnel shall ensure that all necessary precautions are taken to prevent fires, including the following:

(eeeeee) storing flammable material (e.g. paper, rubbish, sawdust, oily or greasy rags, etc.) in proper containers;

(ffffff) storing and transporting fuel, gasoline or other flammable liquids in approved containers. Use of unapproved containers is prohibited;

(gggggg) proper disposal of flammable material daily;

(hhhhhh) prevent static electricity when dispensing or transferring flammable liquids by using proper grounding and bonding techniques;

(iiiiii) avoid using cutting or welding torches during the last one-half hour of shifts, if possible;

(jjjjjj) taking special precautions with fusees, including:

(i) store and transport in approved containers;

(ii) do not allow fusees to come in contact with any combustible material, including railway ties or wooden timbers; and

(iii) fully extinguish fusees before leaving the location where used;

(kkkkkk) promptly advise CP management of any fire on CP Property; and

(llllll) fully extinguish or provide protection for any fire prior to leaving the Work Site.

Contractors Working on the CP right-of-way where a high risk of fire exists (e.g. during rail grinding, rail welding) must have:

(mmmmmm) appropriate fire prevention and suppression plans (including emergency numbers for CP, local firefighters and fire control districts); and

(nnnnnn) additional fire fighting equipment and trained Contractor Personnel on site, as required by Applicable Legislation.

Reportable Accidents, Incidents and Injuries

Reportable Injuries

Reportable injuries include any personal injury to:

(oooooo) Contractor Personnel;

(pppppp) any CP Personnel; or

(qqqqqq) to any third party on CP Property.

Reportable Accidents

Reportable accidents include any occurrence that results in:

(rrrrrr) damage to railway tracks, right of way, buildings or other CP Property;

(ssssss) damage to Railway Equipment;

(tttttt) damage to CP highway vehicles;

(uuuuuu) release of dangerous goods;

(vvvvvv) spill or loss of transported commodities; and

(wwwwww) a threat to the environment.

Reportable Incidents

Reportable incidents include:

(xxxxxx) unintended movement of Railway Equipment;

(yyyyyy) failure to provide track protection for Workers when required;

(zzzzzz) movement of Railway Equipment beyond authorized limits;

(aaaaaaa) operation of Railway Equipment by an unqualified person;

(bbbbbbb) unauthorized handling of a track switch;

(ccccccc) damage, vandalism or tampering with any railway signals, structures or railway safety device;

(ddddddd) seepage, leakage, spills of, or other contamination from, Hazardous Materials;

(eeeeeee) actual, threaten or suspected security related incidents;

(fffffff) slides, washouts or other on-track obstructions; or

(gggggggg) any occurrence that may disrupt the movement of trains or affect safe rail operations.

Reporting

Emergency Reporting

In the case of an emergency, Contractor Personnel must call:

(hhhhhhh) 911, where this emergency response system exists, or

(iiiiiii) the local police, fire or emergency department; and

(jjjjjjj) in all cases, also the CP Police Services Communication Center at toll free 1-800-716-9132 from any Canadian or U.S. location.

Accident, Incident, Injury Reporting

When an accident, incident or injury occurs on CP Property, the Contractor must:

(kkkkkkk) immediately report it to the Manager In Charge or to the NMC; and

(lllllll) follow instructions given to protect the scene.

CP does not report Contractor Personnel injuries to WCB. Such WCB reporting remains the Contractor's responsibility.

Information to Report

Information required with the initial report includes:

(mmmmmmm) type of incident;

(nnnnnnn) date and time of occurrence;

(ooooooo) location (mileage, subdivision, building, yard or other physical description);

(pppppppp) identity of person(s) involved or injured (company & name);

(qqqqqqq) description of any dangerous goods or Hazardous Materials involved;

(rrrrrrr) type & unit number of any Railway Equipment or vehicle involved;

(sssssss) description of occurrence, damage and/or injury, and cause if known;

(ttttttt) description of any emergency response;

(uuuuuuu) name and contact information of person making the report; and

(vvvvvvv) such other information that CP may require.

Environmental Incidents and Spills

In the event of an environmental incident or spill that could have a negative impact on the environment, the Contractor must immediately:

(wwwwwww) report the incident to the NMC, the Manager In Charge, and the designated CP Contact as per the governing agreement relating to the Work;

(xxxxxxx) take all reasonable actions to contain the spill;

(yyyyyyy) respond in accordance with its emergency response plan; and

(zzzzzzz) provide CP with the following information;

(i) description of location and surrounding area, including any sensitive environmental areas nearby (e.g., rivers, parks, sewers);

(ii) type and quantity of substance released;

(iii) cause of spill or deposit, if known; and

(iv) details of any immediate action taken or action proposed to be taken to contain spill and recover substance.

Additional Contractor Requirements

Contractor and Contractor Personnel must:

(aaaaaaaa) ensure an appropriate emergency response is initiated;

(bbbbbbbb) protect any evidence until released by CP Manager In Charge;

(cccccccc) cooperate fully with any CP investigation;

(dddddddd) cooperate with any investigating government agency; and

(eeeeeeee) notify CP if information is requested by any investigating government agency.

Contractor & Contractor Personnel Acknowledgement

Acknowledgement

Contractor and Contractor Personnel who Work on CP Property shall be deemed to have read and understood the content of these Minimum Safety Requirements For Contractors While Working On CP Property, as amended from time to time, and to agree to be bound by them.

These Minimum Safety Requirements For Contractors While Working On CP Property are subject to change without prior notice. The most current version of these Minimum Safety Requirements can be viewed at www.cpr.ca or by contacting the Manager In Charge.

NOTES:

Work Smart, Stay Safe

Attachment A - Emergency Information Sheet

EMERGENCY CONTACT INFORMATION		
EMERGENCY CONTACTS	PHONE	LOCATION
CP Calgary Network Management Center	1-800-795-7851	West of and including Mactier, Ontario.
CP Montreal Operations Centre	1-800-363-3277	East of Mactier, Ontario plus southern Ontario
CP Police Services	1-800-716-9132	
CP Railway Traffic Controller Radio Channel		
Local Police Services		
Local Fire Services:		
Local EMS		
Hospital		
Physician		
Aircraft Service, (if applicable):		
Watercraft Service, (if applicable):		
Other Emergency Services		

Emergency Evacuation Route

(Describe nearest evacuation assembly location OR Provide sketch on back)

WORK SITE INFORMATION		
	PHONE	LOCATION
Work Site Location Name		
Railway Subdivision & Mileage		
Address, Number and Street		
Nearest Town		
CP Manager in Charge		
Emergency Site Access Route (Describe route from nearest emergency services location in detail including access roads & physical landmarks OR provide sketch on back.)		
Contractor Supervisor		
Site Telephone		
Certified First Aid Attendant		
Location of First Aid Supplies at Site		
Location of Fire Extinguishing Equipment:		
Location of WHIMS data sheets		
UTILITY INFORMATION		
UTILITIES CONTACT	PHONE	LOCATION
Natural Gas:	( )	
Electrical:	( )	
Fiber Optic Line:	( )	
Water & Sewer:	( )	
Telephone:	( )	
Cable System:	( )	
Qualified employee(s) in:	( )	
Confined Space Entry, (if applicable):	( )	
Equipment requirements for Confined Space Entry, (if applicable):	( )	
Other:		

RELEASE OF LIABILITY, ASSUMPTION OF RISKS
AND INDEMNITY AGREEMENT
In Respect of Visiting Equipment, Operations, and Facilities of

Canadian Pacific Railway Company

TO: CANADIAN PACIFIC RAILWAY COMPANY

("CP Railway")

I, _____, residing at _____, in the City of _____, in the Province of _____, request permission to visit CP Railway's land, equipment, operations, and property located at or in the vicinity of _____, in the Province of _____ (the "Site") on the _____ day of _____, between _____ and _____. I am aware that visiting the Site involves many risks, dangers and hazards, and I freely accept and fully assume responsibility for all such risks, dangers and hazards and the possibility of personal injury, death, property damage or loss, resulting from traveling to or from the Site or visiting the Site (the "Visit").

In consideration of CP Railway's permission and my acceptance of the Visit, I covenant and agree as follows:

1. TO WAIVE AND RELINQUISH ANY AND ALL CLAIMS, CAUSES OF ACTION, COSTS, DAMAGES, DEMANDS AND OBLIGATIONS of any kind or nature whatsoever, known or unknown, that I have or may in the future have against CP Railway, its directors, officers, employees, agents, representatives, contractors, invitees and licensees and all other persons, firms or corporations having any interest or in any way connected with CP Railway, (collectively referred to as the "Releasee"), as a result of my acceptance of the Visit, or in any manner connected with or as a consequence of the Visit so made, due to any cause whatsoever, including any negligence on the part of the Releasee;

2. TO RELEASE AND FOREVER DISCHARGE the Releasee from and against any and all liability for any loss, expense, property damage, personal injury or death that I may suffer as a result of my acceptance of the Visit, or in any manner connected with, related to or as a consequence of the Visit so made, due to any cause whatsoever, including any negligence on the part of the Releasee;

3. TO SAVE AND HOLD HARMLESS AND INDEMNIFY the Releasee from and against any and all claims, causes of actions, costs, damages, demands and obligations of any kind or nature whatsoever, known or unknown, in law or in equity, including court costs and legal fees, from or in connection with any action or proceeding brought, assisted, or prosecuted contrary to the provisions of this Agreement, which I may now have, or may hereafter have as a result of the Visit or in any manner connected with or as a consequence of the Visit so made, due to any cause whatsoever, including any negligence on the part of the Releasee;

4. THAT I am responsible for wearing appropriate safety equipment and clothing while on or at the Site during the Visit, including steel toed boots and protective

eye wear, and that CP Railway has recommended that I wear such safety equipment;

5. THAT the Releasee owes no duty of care to me or my property pursuant to the Occupiers' Liability Act, as amended, or under any successor legislation or other legislation;

6. THAT this Release of Liability, Assumption of Risks and Indemnity Agreement shall be effective and binding upon my successors, assigns, heirs, next of kin, executors, administrators and personal representatives; and

7. THAT this Release of Liability, Assumption of Risks and Indemnity Agreement shall be governed by and construed in accordance with the laws of the province(s) of the Site. Whenever possible, each provision of this Release of Liability, Assumption of Risks and Indemnity Agreement shall be interpreted in such manner as to be effective and valid under the laws and regulations of the province(s) of the Site. If, however, any provision of this Release of Liability, Assumption of Risks and Indemnity Agreement shall be prohibited by or invalid under such law or regulation in that province, it shall be deemed modified to conform to the minimum requirements of such law or regulation, or, if for any reason it is not deemed so modified, it shall be ineffective and invalid only to the extent of such prohibition or invalidity without affecting the remaining provisions of this Release of Liability, Assumption of Risks and Indemnity Agreement.

I hereby represent, warrant and agree that, in executing and delivering this Release of Liability, Assumption of Risks and Indemnity Agreement, I am not relying, and have not relied, upon any representation, promise or statement made by anyone which is not recited or embodied in this Agreement.

I HAVE READ AND UNDERSTOOD THIS AGREEMENT PRIOR TO SIGNING IT, AND I AM AWARE THAT BY SIGNING THIS AGREEMENT I AM WAIVING CERTAIN LEGAL RIGHTS WHICH I OR MY HEIRS, NEXT OF KIN, EXECUTORS, ADMINISTRATORS, PERSONAL REPRESENTATIVES AND ASSIGNS MAY HAVE AGAINST THE RELEASEE.

IF THE VISITOR TO THE SITE IS LESS THAN 18 YEARS OF AGE, THE VISITOR'S GUARDIAN MUST SIGN ON THE VISITOR'S BEHALF.

Signed by _____ at _____

this_____day of_____, 200__.

Signature: _____

Witness to signature:

Name:_____

Address:_____

Date:_____